

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION

IN RE:	§
NORTHSTAR OFFSHORE	§
GROUP, LLC,	§
DEBTOR.	§ (Chapter 11) § (Emergency Hearing Requested)
	§

**EMERGENCY MOTION FOR LEAVE TO  
SUBSTITUTE COUNSEL AND WITHDRAW APPEARANCE**

THIS MOTION SEEKS AN ORDER THAT MAY ADVERSELY AFFECT YOU. IF YOU OPPOSE THE MOTION, YOU SHOULD IMMEDIATELY CONTACT THE MOVING PARTY TO RESOLVE THE DISPUTE. IF YOU AND THE MOVING PARTY CANNOT AGREE, YOU MUST FILE A RESPONSE AND SEND A COPY TO THE MOVING PARTY. YOU MUST FILE AND SERVE YOUR RESPONSE WITHIN 21 DAYS OF THE DATE THIS WAS SERVED ON YOU. YOUR RESPONSE MUST STATE WHY THE MOTION SHOULD NOT BE GRANTED. IF YOU DO NOT FILE A TIMELY RESPONSE, THE RELIEF MAY BE GRANTED WITHOUT FURTHER NOTICE TO YOU. IF YOU OPPOSE THE MOTION AND HAVE NOT REACHED AN AGREEMENT, YOU MUST ATTEND THE HEARING. UNLESS THE PARTIES AGREE OTHERWISE, THE COURT MAY CONSIDER EVIDENCE AT THE HEARING AND MAY DECIDE THE MOTION AT THE HEARING.

EMERGENCY RELIEF HAS BEEN REQUESTED. IF THE COURT CONSIDERS THE MOTION ON AN EMERGENCY BASIS, THEN YOU WILL HAVE LESS THAN 21 DAYS TO ANSWER. IF YOU OBJECT TO THE REQUESTED RELIEF OR IF YOU BELIEVE THAT THE EMERGENCY CONSIDERATION IS NOT WARRANTED, YOU SHOULD FILE AN IMMEDIATE RESPONSE.

REPRESENTED PARTIES SHOULD ACT THROUGH THEIR ATTORNEYS.

TO THE HONORABLE MARVIN ISGUR, UNITED STATES BANKRUPTCY JUDGE:

The above-captioned debtor, Northstar Offshore Group, LLC (the “Debtor”), files this Emergency Motion for Leave to Substitute Counsel and Withdraw Appearance (the “Motion to Substitute”) and respectfully states as follows:

1. On August 12, 2016, Montco Oilfield Contractors, LLC, Alliance Offshore, LLC, and Alliance Energy Services, LLC filed an involuntary petition for relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) against the Debtor thereby commencing the above-captioned bankruptcy case.

2. Attorneys from Winston & Strawn LLP subsequently appeared on the Debtor’s behalf. *See* Minute Entry, Aug. 19, 2016; Dkt. No. 20. However, since no order for relief has been entered in this matter, the Court has not yet approved the retention of Winston & Strawn LLP pursuant to section 327(a) of the Bankruptcy Code.

3. The Debtor now wishes to substitute Diamond McCarthy, LLP (“Diamond McCarthy”) as counsel in this matter, and requests the Court’s permission to allow such law firm to file its appearance and act on behalf of the Debtor, and to allow Winston & Strawn LLP and all Winston & Strawn LLP attorneys to withdraw their appearances on behalf of the Debtor.

4. Diamond McCarthy has filed (or will promptly file) a separate application for employment as counsel for the Debtor pursuant to Bankruptcy Code § 327(a) and Local Rule 2014-1(a).

5. The Debtor respectfully requests that this Court enter an Order granting the relief requested herein and such other and further relief to which the Debtor may be justly entitled.

Dated: December 2, 2016

Respectfully submitted,

/s/ Lydia T. Protopapas  
**WINSTON & STRAWN LLP**

Lydia T. Protopapas  
Texas Bar No. 00797267  
Southern Dist. of Texas Bar  
No. 21378  
Jason W. Billeck  
Texas Bar No. 24001740  
Southern Dist. of Texas Bar  
No. 23802  
Email: lprotopapas@winston.com  
Email: jbilleck@winston.com

1111 Louisiana, 25th Floor  
Houston, TX 77002  
Telephone: (713) 651-2600  
Facsimile: (713) 651-2700

*Counsel for Northstar Offshore  
Group, LLC*

/s/ Kyung S. Lee  
**DIAMOND McCARTHY, LLP**

Kyung S. Lee  
Texas Bar No.: 12128400  
Email: klee@diamondmccarthy.com  
Charles M. Rubio  
Texas Bar No.: 24083768  
Email: crubio@diamondmccarthy.com  
Christopher R Murray  
Texas Bar No.: 24081057  
cmurray@diamondmccarthy.com

Two Houston Center  
909 Fannin, 15th Floor  
Houston, TX 77010  
Telephone: (713) 333-5100  
Facsimile: (713) 333-5199

*Proposed Counsel for Northstar  
Offshore Group, LLC*